

**CERTIFICATE OF PARTNERSHIP AUTHORITY OF CHAPEL RIDGE PARTNERS
PURSUANT TO T.C.A. 61-1-303, et. Seq.**

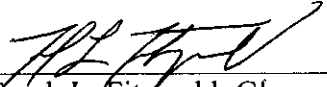
Pursuant to the provisions of T.C.A. 61-1-303, et. Seq., the below signed partners of Chapel Ridge Partners, a general partnership, do certify as follows:

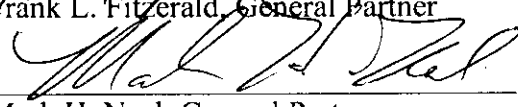
1. That the name of the general partnership is Chapel Ridge Partners.
2. That the street address of the partnership and office of the managing partner is 1143 Halle Park Circle, Collierville, Tennessee 38017.
3. That the partnership has heretofore authorized and does further confirm by the execution of this certificate the authority and capacity of **Frank L. Fitzgerald** to execute any and all instruments transferring real property as well as any and all documents necessary to mortgage or otherwise encumber partnership property or any other documents necessary or desired to conduct the business of the partnership.
4. It is the intent of the partners to supplement the authority of said **Frank L. Fitzgerald** pursuant to the provisions of said statute and to further acknowledge and certify that any third party may rely upon the statutory authority granted hereby unless or until said certification is amended or revoked and notice thereof filed of record.

EXECUTED AND CERTIFIED THIS 29TH DAY OF JUNE, 2005.

CHAPEL RIDGE PARTNERS

NEEL FITZGERALD & CO.,
General Partners

by: 
Frank L. Fitzgerald, General Partner

by: 
Mark H. Neel, General Partner


David H. Wright, General Partner

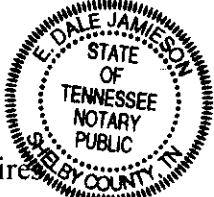
7/05/05 3:55:17
BK 109 PG 204
DESDO COUNTY, MS
W.E. DAVIS, CH CLERK

*E. Dale Jamieson
att*

STATE OF TENNESSEE
COUNTY OF SHELBY

Before me, the undersigned Notary Public in the state and county aforesaid, personally appeared Frank L. Fitzgerald and Mark H. Neel, with whom I am personally acquainted and who, upon oath, acknowledged themselves to be general partners of Neel Fitzgerald & Co, a general partner of Chapel Ridge Partners, the within named bargainor, a partnership, and that they as such general partners, executed the foregoing instrument for the purpose therein contained by signing the name of the partnership by themselves as general partners.

WITNESS my hand and Notarial Seal at office this 29th day of June, 2005.



E. Dale Jamieson
Notary Public

My commission expires
MY COMMISSION EXPIRES:
June 9, 2009

STATE OF TENNESSEE
COUNTY OF SHELBY

Before me, the undersigned Notary Public in the state and county aforesaid, personally appeared David H. Wright, with whom I am personally acquainted and who, upon oath, acknowledged himself to be a general partner of Chapel Ridge Partners, the within named bargainor, a partnership, and that he as such general partner, executed the foregoing instrument for the purpose therein contained by signing the name of the partnership by himself as general partner.

WITNESS my hand and Notarial Seal at office this 29th day of June, 2005.



E. Dale Jamieson
Notary Public

My commission expires
MY COMMISSION EXPIRES:
June 9, 2009